

EXHIBIT “5”

From: Michelle Darcambal
Sent: Monday, August 14, 2023 3:48 PM
To: Heskin, Shane; Fred Stevens; Jason DeJonker; Jarret Hitchings; Laith Hamdan; mmorris@proskauer.com; wfassuliotis@proskauer.com; dpicon@proskauer.com; lsosupny@proskauer.com; Corey, Alex; jgiardino@pryorcashman.com; dpohlman@pryorcashman.com; ecarlino@pryorcashman.com; 'Mark E. Shure'; Wells, Stuart
Cc: Andrew Brown; Kristen Strine; Tiffany Millioen; Randy Soriano; Laith Hamdan
Subject: Re: Spin Capital, LLC v. Golden Foothill Insurance Services, LLC, et al. - Brighthouse Utsick Policy

Thank you, Shane and Jason,

One thing to keep in mind when considering the draft release is that if a resolution concerning distribution of the funds cannot be reached, Brighthouse will need to commence an interpleader action and, as an interpleading stakeholder, will seek its fees and costs.

Best,

Michelle

Michelle d'Arcambal

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From: Heskin, Shane <heskins@whiteandwilliams.com>
Date: Monday, August 14, 2023 at 2:54 PM
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Subject: Re: Spin Capital, LLC v. Golden Foothill Insurance Services, LLC, et al. - Brighthouse Utsick Policy

Our client needs to review still. I'm not sure they will agree to this.

From: Fred Stevens <FStevens@Klestadt.com>

Sent: Monday, August 14, 2023 2:44:30 PM

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Jason –

Originally, I had intended to seek court approval of the stipulation, but that was before I understood that Brighthouse wanted all signatures. If everyone signs off, Brighthouse and I think it is fine. Of course, if the parties think that it should be considered by the Court, I can seek approval but it will slightly delay getting the funds. On point 2, I think adding language about all parties reserving rights/claims against all parties other than Brighthouse is fine.

Do any other parties have issues with the stipulation and are otherwise ok with signing it? Once everyone is ok, we can add the additional reservation and try to move this to the signature phase.

Thanks,
Fred

Fred Stevens

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Sent: Monday, August 14, 2023 12:14 PM

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Hi Fred – A couple of thoughts here:

- Does this need to be submitted to the NY Court for approval?
- I think explicit language needs to be included that none of the parties signing the release are waiving/releasing any claims against one another arising in or subject to the NY litigation. Perhaps it is belt-n-suspenders, but I think it needs to be explicit.

We may have additional comments, but I wanted to raise these issues first.

Thanks.



JASON J. DEJONKER

Partner

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Global Sector Leader, Firmwide Banking Sector

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Subject: Spin Capital, LLC v. Golden Foothill Insurance Services, LLC, et al. - Brighthouse Utsick Policy

Counsel to Spin Capital, LLC, Leer Defendants, and CapFactor –

As I am sure you all know, John Utsick, the insured under the \$15 million Brighthouse policy and \$2 million John Hancock policy passed away. Since then, I have been working to claim the proceeds due our receivership estate on both policies. Given the complexities with the Brighthouse policy including a split in entitlements between our receivership estate and the WWE SEC receiver in Florida, competing claims of the Trusner parties asserted in pending litigation in CA, etc., Brighthouse is looking to secure releases from all parties prior to releasing the portion of the proceeds due our receivership estate (\$9 million under the order of the district court in the SEC matter). I believe that counsel to Brighthouse raised this in a prior communication to the group.

The attached is the current draft of the release and agreement on releasing the proceeds. This is not final as the WWE SEC Receiver is requesting certain changes, and the Trusner parties, who I have no privity to, have yet to weigh in. However, I am previewing this with you now to determine whether your respective clients will have any issues executing a document and release substantially similar to this one and if so, what changes would be required.

Your prompt attention would be greatly appreciated.

Best Regards,
Fred

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